AMENDMENTS TO THE SPECIFICATION:

Please replace paragraph number [056] at page 13 with the following amended paragraph (insertions are underlined, deletions are in ~~strikethrough~~):

The term "sulfonyl" refers to a group of formula ~~-S(=O)-R~~ $-S(=O)_2-R$.

Please replace paragraph number [066] at page 13 with the following amended paragraph:

The term "ester" refers to a chemical moiety with formula $-(R)_n-COOR'$, where R and R' are independently selected from alkenyl, alkynyl,[[,]] cycloalkyl, cycloalkenyl, cycloalkynyl, aryl, heteroaryl (bonded through a ring carbon) and non- aromatic heterocycle (bonded through a ring carbon), where n is 0 or 1.

Please replace paragraph number [079] at page 15 with the following amended paragraph:

The term "pharmaceutical composition" refers to a preparation suitable for ~~pharmacuetical~~ pharmaceutical application. Pharmaceutical compositions of the invention typically comprise one or more compounds of the present invention together with at least one pharmaceutically acceptable carrier, diluent or excipient or the ~~like~~ like.

Please replace paragraph number [087] at page 16 with the following amended paragraph:

The term "monitoring" refers to observing an effect or absence of any effect. In certain embodiments, cells are monitored after contacting those cells with a compound of the present invention. Examples of effects that may be monitored include, but are not limited to, changes in cell phenotype, cell proliferation, an androgen receptor activity, or the interaction between an androgen receptor and a natural or ~~synthethic~~ synthetic binding partner.

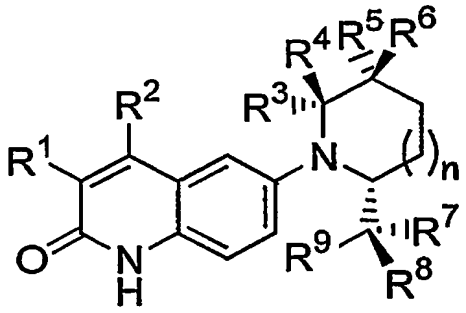
Please replace paragraph number [090] at page 17 with the following amended paragraph:

The term "contacting" refers to bringing two or more materials into close enough proximity that they may interact. In certain embodiments, contacting can be accomplished in a vessel such as a test tube, a petri dish, or the like. In certain embodiments, contacting may

be performed in the presence of additional materials. In certain embodiments, contacting may be performed in the presence of cells. In certain of such embodiments, one or more of the materials that are being contacted may be inside a cell. Cells may be alive or may be dead. Cells may or may not be intact.

Please replace paragraph number [094] at page 18 with the following amended paragraph:

Certain compounds of the present invention may be represented by the formula:



(I)

or a pharmaceutically acceptable [[sale]] salt, ester, amide, or prodrug thereof.

Please replace the section at page 24, lines 23-24 with the following amended section:

6-(2(*R*)-(1(*R*)-Hydroxypentyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound [[**163**:]] **163);**

Please replace the section at page 25, lines 23-24 with the following amended section:

6-(2(*R*)-(1(*R*)-Chloro-2-hydroxy~~methyl~~ethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)- quinolinone (Compound **178**);

Please replace the section at page 26, lines 11-14 with the following amended section:

6-(2(*R*)-(2-Hydroxyethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound **187**);

6-(2(*R*)-(2-Hydroxyethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound **188**);

Please replace paragraph number [0108] at page 30 with the following amended paragraph:

Certain synthetic schemes are now provided. The synthetic schemes are provided only to illustrate possible ways to [[make]] prepare compounds of the invention and do not limit the invention in any way. One of skill in the art will recognize that compounds of the present invention may be synthesized through any of a variety of schemes using a variety of different starting materials. In Scheme I the R groups (*e.g.*, R^1, R^2, etc.) correspond to the specific substitution patterns noted in the Examples. However, it will be understood by those skilled in the art that other functionalities disclosed herein at the indicated positions of compounds of formula I also comprise potential substituents for the analogous positions on the structures within Scheme I.

Please replace paragraph number [0109] at page 31 with the following amended paragraph:

Scheme I describes the ~~syntheses~~ synthesis of [[the]] 6-cycloamino compounds of Structure[[s]] 10. The process begins with a step-wise Knorr reaction, in which 4-Bromoaniline (Structure 1) and a 3-ketoester (Structure 2) such as the trifluoroacetoacetate are heated in reflux in toluene to provide[[s]] an amide (Structure 3) and heating of the amide in concentrated sulfuric acid affords 4-bromoquinolinones of [[as]] Structure 4. Treatment of quinolinones of Structure 4 with 2-iodopropane, catalyzed by cesium fluoride in DMF ~~afford~~ affords alkoxyquinoline compounds of Structure 5. Palladium-catalyzed coupling reaction between bromoquinolines of Structure 5 and cycloalkylamines of Structure 6 gives compounds of Structure[[s]] 7. Manipulation of the substitution pattern of Structure 7 affords intermediates of Structure 9. Alternately, palladium catalyzed coupling of bromoquinolines of Structure 5 and cycloalkylamines of Structure 8 directly gives compounds of Structure[[s]] 9. Hydrolysis of the quinoline compounds (Structure[[s]] 9) in acidic ~~condition~~ conditions provides compounds of Structure[[s]] 10.

Please replace paragraph number [0205] at page 53 with the following amended paragraph:

Compound **128**: ^{1}H NMR ~~($CDCl_3$,~~ (500 MHz, $CDC1_3$) 12.29 (br, 1H), 7.30-7.33 (m, 2H), 7.24 (dd, 1H, J = 9.5, 2.5), 6.80 (s, 1H), 4.06 (m, 1H), 3.82 (m, 1H), 3.73 (m, 1H), 2.30 (m, 1H), 2.05 (m, 1H), 1.90 (m, 1H), 1.74 (m, 1H), 1.40 (d, 3H, J = 6.0).

Please replace paragraph number [0307] at page 68 with the following amended paragraph:

6-(2(*R*)-(1(*R*)-Chloro-2-hydroxy~~methyl~~ethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound **178**, Structure **10** of Scheme I, where $R^1 = R^3 = R^4 = R^5 = R^6 = R^8$ = H, R^2 = trifluoromethyl, R^7 = hydroxymethyl, R^9 = chloro, n = 0)

Please replace paragraph number [0313] at page 69 with the following amended paragraph:

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound **181**, Structure **10** of Scheme I, where $R^1 = R^4 = R^5 = R^6 = R^7$ = H, R^2 = chlorodifluoromethyl, R^3 = methyl, R^8 = trifluoromethyl, R^9 = ~~chloro~~ hydroxy, n = 0), 6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)- methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound **182**, Structure **10** of Scheme I, where $R^1 = R^4 = R^5 = R^6 = R^8$ = H, R^2 = chlorodifluoromethyl, R^3 = methyl, R^7 = trifluoromethyl, R^9 = ~~chloro~~ hydroxy, n = 0), and 6-(2-(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound **183**, Structure **10** of Scheme I, where $R^1 = R^3 = R^5 = R^6 = R^7$ = H, R^2 = chlorodifluoromethyl, R^4 = methyl, R^8 = trifluoromethyl, R^9 = ~~chloro~~ hydroxy, n =0)

Please replace paragraph number [0322] at page 70 with the following amended paragraph:

6-(2(*R*)-Acetyloxymethyl-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl- 2(1*H*)-quinolinone (Compound **186**, Structure **10** of Scheme I, where $R^1 = R^4 = R^5 = R^6 = R^7 = R^8$ = H, R^2 = trifluoromethyl, R^3 = methyl, R^9 = acetyloxy~~methyl~~, n = 1)

Please replace paragraph number [0324] at page 71 with the following amended paragraph:

6-(2(*R*)-(2-Hydroxyethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound **187**, Structure **10** of Scheme I, where $R^1 = R^4 = R^5 = R^6 = R^7 = R^8 =$ H, R^2 = trifluoromethyl, R^3 = methyl, R^9 = hydroxymethyl, n = 0) and 6-(2(*R*)-(2-Hydroxyethyl)-5(*S*)-methyl-1-prrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound **188**, Structure **10** of Scheme I, where R^1 = [[R^4]] $\underline{R^3} = R^5 = R^6 = R^7 = R^8$ = H, R^2 = trifluoromethyl, [[R^3]] $\underline{R^4}$ = methyl, R^9 = hydroxymethyl, n = 0).

Please replace the section at page 76, lines 18-26 with the following amended section:

A tablet is prepared using the ingredients below:

	Quantity (mg/capsule)
COMPOUND 145	140
Cellulose, microcrystalline	200
Silicon dioxide, fumed	10
Stearic acid	10
Total	[[350]] 360 mg

Please replace paragraph number [0349] at page 78 with the following amended paragraph:

An intravenous formulation may be prepared as follows:

COMPOUND 145	100 mg
Saturated fatty acid glycerides	1,000 mL
Total	[[100]] 1,000 mL